

News Release

KITZ CORPORATION

Tokyo Shiodome Building,
1-9-1, Higashi-Shimbashi, Minato-ku, Tokyo, Japan
Tokyo Stock Exchange Prime Market (6498)

Notice Concerning Acquisition of Shares of V TEX Corporation (to Make It a Subsidiary)

KITZ Corporation (the “Company”) hereby announces that it has resolved, at a meeting of the Board of Directors held today, to acquire all shares of V TEX Corporation (hereafter, “V TEX”), which are owned by Kanadevia Corporation (hereafter, “Kanadevia”), and make V TEX a subsidiary of the Company. The details are described below.

1. Reason for acquisition of shares

Under its Long-term Vision “Beyond New Heights 2030 – Change the Flow,” the Company Group has identified digitalization as a growth opportunity and positioned the semiconductor field as one of its priority areas, strategically allocating management resources to this domain.

In recent years, semiconductor manufacturing processes have required further miniaturization and higher levels of integration, increasing the importance of vacuum-process stability and precise pressure control. Reflecting these trends, the vacuum valve market for semiconductor applications is expected to continue expanding steadily over the medium to long term and strengthening the Company Group’s vacuum valve business has become an important management priority.

V TEX has an established track record in industrial special valves, particularly vacuum valves used in semiconductor applications, and is the only manufacturer of rupture disks in Japan. The vacuum valve technologies developed by V TEX have a high degree of compatibility with those of KITZ SCT Corporation and are expected to contribute to enhancing the Company Group’s product competitiveness for advanced semiconductor processes. In addition, V TEX’s rupture disk business is expected to generate synergies not only in the semiconductor field but also across the Company Group’s valve and fluid-control solutions for a wide range of industries.

The Company has determined that welcoming V TEX into the Company Group will be effective in establishing a medium- to long-term growth foundation in the semiconductor field, while also enhancing the competitiveness and corporate value of the entire Company Group. Accordingly, it has decided to proceed with the Share Acquisition.

2. Overview of the subsidiary subject to change

(1) Name	V TEX Corporation
(2) Location	Omori Prime Building 5F, 6-21-12 Minamioi, Shinagawa-ku, Tokyo
(3) Job title and name of representative	Takeshi Nakamura, President
(4) Description of business	Development and manufacturing of industrial special valves and manufacturing of rupture disks
(5) Share capital	JPY 443 million
(6) Date of establishment	May 7, 1949
(7) Major shareholders and ownership ratios	Kanadevia Corporation 100%

(8)	Relationship between the Company and said company	Capital relationship	N/A	
		Personnel relationship	N/A	
		Business relationship	N/A	
(9)	Operating results and financial position for the last three fiscal years (non-consolidated; consolidated figures in parentheses for reference)			
	As of / Fiscal year ended	March 31, 2023	March 31, 2024	March 31, 2025
	Net assets	2,951 (4,058)	2,888 (4,482)	3,270 (4,836)
	Total assets	9,331 (10,966)	8,385 (10,051)	9,820 (11,863)
	Net assets per share (Yen)	3,329.94 (4,578.32)	3,258.81 (5,056.90)	3,689.76 (5,456.02)
	Net sales	10,052 (11,224)	6,772 (7,762)	8,502 (9,380)
	Operating profit	962 (1,497)	72 (542)	395 (549)
	Ordinary profit	644 (1,184)	54 (536)	465 (672)
	Profit	463 (883)	68 (452)	363 (491)
	Earnings per share (Yen)	522.57 (996.98)	77.24 (509.97)	410.14 (554.42)
	Dividend per share (Yen)	186.00 (186.00)	0.00 (0.00)	205.00 (205.00)

(Millions of yen, unless otherwise noted)

Note: The consolidated indicators shown in parentheses represent internal management figures calculated after eliminating intercompany transactions between V TEX and its subsidiaries and are provided as unaudited reference values.

3. Overview of the counterparty to the acquisition of shares

(1)	Name	Kanadevia Corporation	
(2)	Location	7-89, Nankokita 1-chome, Suminoe-ku, Osaka	
(3)	Job title and name of representative	Michi Kuwahara, Representative Director President & Chief Executive Officer	
(4)	Description of business	Design, construction and manufacture of Waste to Energy plants, desalination plants, water and sewage treatment plants, marine diesel engines, press machines, process equipment, precision machinery, bridges, hydraulic gates and equipment for use in disaster prevention/mitigation	
(5)	Share capital	JPY 45,442 million	
(6)	Date of establishment	May 29, 1934	
(7)	Consolidated net assets	JPY 197,895 million (as of the fiscal year ended March 31, 2025)	
(8)	Consolidated total assets	JPY 609,666 million (as of the fiscal year ended March 31, 2025)	
(9)	Major shareholders and ownership ratios* (as of September 30, 2025)	The Master Trust Bank of Japan, Ltd. (Trust Account)	17.72%
		Custody Bank of Japan, Ltd. (Trust Account)	5.54%
		STATE STREET BANK AND TRUST COMPANY 505301	3.78%
		MUFG Bank, Ltd.	3.14%

*This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

	STATE STREET BANK AND TRUST COMPANY 505223	2.70%
	THE BANK OF NEW YORK MELLON 140042	2.49%
	HSBC BANK PLC A/C M AND G (ACS) VALUE PARTNERS CHINA EQUITY FUND	2.35%
	JP MORGAN CHASE BANK 385632	1.88%
	Kanadevia Employee Shareholding Association	1.59%
	Sompo Japan Insurance Inc.	1.40%
(10) Relationship between the Company and said company	Capital relationship	N/A
	Personnel relationship	N/A
	Business relationship	N/A
	Related party relationship	N/A

Note: The shareholding ratio is calculated after deducting the number of treasury shares.

4. Number of shares acquired, acquisition costs, and shareholding before and after acquisition

(1)	Number of shares held before the change	0 shares (Voting rights: 0.0%)
(2)	Number of shares to be acquired	886,400 shares
(3)	Acquisition costs	Share acquisition price: JPY 9,198 million Advisory fees, etc. (Estimated amount): JPY 170 million Total (Estimated amount): JPY 9,368 million
(4)	Number of shares held after the change	886,400 shares (Voting rights: 100.0%)

5. Timetable

(1)	Date of resolution at the meeting of the Board of Directors	March 26, 2026
(2)	Date of conclusion of the agreement	March 26, 2026
(3)	Date of commencement of share transfer	June 1, 2026 (scheduled)

6. Future outlook

The impact of the Share Acquisition on the Company's consolidated operating results is currently under review. If any matters requiring disclosure arise, the Company will promptly make the necessary announcements.